



ETHICS GUIDE

***What You Need to Know When Doing
Business with Miami-Dade County***

**The Miami-Dade County Commission on Ethics and
Public Trust**

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Miami, FL 33130
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I. ENFORCEMENT AUTHORITIES

The Ethics Commission

The Ethics Commission is authorized to investigate complaints and render advisory opinions related to the following County or Municipal Ordinances: Code of Ethics/Conflicts of Interest; Lobbyists Registration and Reporting; Citizen's Bill of Rights; and Ethical Campaign Practices. The Ethics Commission has jurisdiction extending to the municipalities of Miami-Dade County provided the subject is covered by one of the ordinances under the Commission's authority. Its jurisdiction automatically extends to lobbyists, contractors and vendors.

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The Office of the Inspector General

The Office has the authority to review past, present and proposed County and Public Health Trust programs, accounts, records, contracts and transactions. Additionally, the Inspector General may report and/or recommend to the Board of County Commissioners whether a particular project or contract is or was necessary, and if so, whether the method used is or was financially and operationally efficient. Furthermore, the Inspector General is authorized to conduct random audits on any County contract throughout the duration of the contract.

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Miami-Dade State Attorney's Office

Under State Attorney Katherine Fernandez Rundle, the Office has created a separate Public Corruption Unit dedicated solely to the investigation and prosecution of public corruption. This Unit is comprised of attorneys with special expertise in the prosecution of public officials who have abused their legal authority. The Unit has the jurisdiction to prosecute violations of bid tampering of public contracts.

State Attorney, Eleventh Judicial Circuit

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II. Sec. 2-8.1, Code of Miami-Dade County Requiring Contractors to Adopt a Code of Business Ethics

- (i) Each person or entity that seeks to do business with the County shall adopt a Code of Business Ethics ("Code") and shall, prior to the execution of any contract between the contractor and the County, submit an affidavit, on a form provided by the County, stating that the contractor has adopted a Code that complies with the requirements of this Section. Any person or entity that fails to submit the required affidavit shall be ineligible for contract award. The Code of Business Ethics shall apply to all business that the contractor does with the County and shall, at a minimum, require the contractor to comply with all applicable governmental rules and regulations including, among others, the Miami-Dade County Conflict of Interest and Code of Ethics Ordinance and the Miami-Dade County False Claims Ordinance.

The Code of Business Ethics shall also require the contractor to comply with all applicable rules and regulations regarding Disadvantaged Business Enterprises, Black Business Enterprises, Hispanic Business Enterprises and Women Business Enterprises (hereinafter collectively MBEs) and Community Small Business Enterprises (CSBEs) and shall specifically prohibit the following practices:

- 1) *Pass-through Requirements.* The Code shall prohibit pass-throughs whereby the prime firm requires that the MBE or CSBE firm accept payments as a MBE or CSBE and pass through those payments or a portion of those payments to another entity including, but not limited to, the owner/operator of the prime firm;
- 2) *Rental Space Requirements, Equipment Requirements or Flat Overhead Fee Requirements.* The Code shall prohibit rental space requirements, equipment requirements and/or flat overhead fee requirements, whereby the prime firm requires the MBE or CSBE firm to rent space or equipment from the prime firm or charges a flat overhead fee for the use of space, equipment, secretary, etc.;
- 3) *Staffing Requirements.* The Code shall prohibit a prime firm from mandating, as a condition to inclusion in the project, that a MBE or CSBE hire, fire, or promote certain individuals not employed by the prime firm, or utilize staff employed or previously employed by the prime firm.
- 4) *MBE or CSBE staff utilization.* The Code shall prohibit the prime firm from requiring the MBE or CSBE firm to provide more staff than is necessary and then utilizing the MBE or CSBE staff for other work to be performed by the prime firm.
- 5) *Fraudulently creating, operating or representing MBE or CSBE.* The Code shall prohibit a prime firm including, but not limited to, the owners/operators thereof from fraudulently creating, operating or representing an entity as a MBE or CSBE for purposes of qualifying for certification as a MBE or CSBE.

The Code shall also require that on any contract where MBE or CSBE participation is purported, the contract shall specify essential terms including, but not limited to, a specific statement regarding the percent of participation planned for MBEs or CSBEs, the timing of payments and when the work is to be performed.

The failure of a contractor to comply with its Code of Business Ethics shall render any contract between the contractor and the County voidable, and subject violators to debarment from future County work pursuant to section 10-38(h)(2) of the Code of Miami-Dade County. The Inspector General shall be authorized to investigate any alleged violation by a contractor of its Code of Business Ethics. Upon the completion of any investigation, the Inspector General shall forward the report to the appropriate entity. The Inspector General may delay the publication of a report when requested to do so by a law enforcement agency including, but not limited to, the State Attorney's Office or the United States Attorney's Office. Nothing contained herein shall be construed to limit the powers and duties of the Inspector General as stated in other sections of the Code of Miami-Dade County.

This Ordinance also provides:

- The County Manager shall include language in the specifications for all County contracts providing that a bidder's or proposer's performance as a prime contractor or subcontractor on previous County contracts shall be taken into account in evaluating bids and proposals received for County contracts.
- No individual or entity who is in arrears in excess of the enforcement threshold, defined below, under any obligation or contract, including but not limited to those described in (h)(i) above, final non-appealable judgment, or lien with the County, or any of its agencies or instrumentalities, including the Public Health Trust (hereinafter referred to as "County"), either directly or indirectly through a firm, corporation, partnership or joint venture in which the individual or entity has a controlling financial interest as that term is defined in section 2-11.1(b)(8) of this Code, shall be allowed to receive any additional County contracts described in (h)(i) above, purchase orders or extensions of County contracts until either the arrearage has been paid in full or the County has agreed in writing to a repayment schedule. Notwithstanding the above, the County Manager may enter into or extend a contract or business transaction with any individuals or entities who are not current in their obligations to the County when the County Manager determines it to be in the best interest of the County or when the County Manager determines that the individuals or entities are engaged in pending settlement negotiations regarding change orders. Such action shall be subject to ratification by the Board of County Commissioners. The County Manager shall include language in the specifications of all contracts to which this subsection applies that the failure to meet the terms and conditions of any obligation or repayment schedule shall constitute a default of the subject contract and may be cause for suspension, termination and debarment, in accordance with the terms of the contract and the debarment procedures of the County.
- All contracts, business transactions and renewals thereof with the County to which this subsection applies, shall require the individual or entity seeking to transact business with the County to verify by affidavit that the individual or entity is current in its obligations to the County and is not otherwise in default of any County contract. Any contract or transaction entered into in violation of this subsection shall be voidable

III. Sec. 2-8.1.4. Sherman S. Winn Prompt Payment Ordinance

Purpose and Policy

The purpose of this section [Ordinance No. 94-40] is:

- To provide for prompt payments by County agencies and the Public Health Trust;
- To provide for expedited payment to small businesses;
- To provide for interest payments on late payments made by the County and the Public Health Trust;
- To create a dispute resolution process for payment of County and Public Health Trust obligations.

It is the policy of this County that payment for all purchases by County agencies and the Public Health Trust be made in a timely manner.

Definitions. As used in this section:

(a) Proper invoice means an invoice which conforms with the present requirements of the County departments listed in section (8) below or the Public Health Trust, and any rules promulgated from time to time by administrative order of the County Manager. A proper invoice shall include a statement by the vendor waiving claims for extra direct and indirect costs or time associated with work preceding the date of the invoice, or a statement in sufficient detail containing all rights reserved for work already performed. All present requirements or future rules pertaining to the execution of a proper invoice must be made available to vendors in a timely manner.

(b) Purchase means the purchase of goods or services, the purchase or lease of personal property, or the lease of real property.

(c) Minority and women business enterprises means any business enterprise certified by Miami-Dade County in accordance with (a) Section 2-8.2 of the Code of Miami-Dade County or any other ordinance of Miami-Dade County addressing racial, gender or ethnic discrimination against Black, Hispanic or Women-owned businesses, or (b) the Disadvantaged Business Enterprise Program of the United States Department of Transportation.

(d) Small business means a small business as defined in Section 2-222 of the County Code, as presently written and as may hereafter be amended.

(e) Vendor means any person who sells goods or services, sells or leases personal property, or leases real property to the County.

(3) Timely payment. The time at which payment for a purchase by the County or the Public Health Trust is due shall be calculated from:

- (a)** The date on which a proper invoice is received by the County or the Public Health Trust, after approval by the Board of County Commissioners or the Trust; or

(b) If a proper invoice is not received by the County or the Public Health Trust, the date:

1. On which delivery of personal property is accepted by the local government entity;
2. On which services are completed;
3. On which the rental period begins; or
4. On which the County or the Public Health Trust and the vendor agree in a contract which may provide dates relative to payment periods; whichever date is latest.

(4) Procedures for calculation of payment due dates.

(a) The County Manager, by administrative order, shall establish procedures whereby each invoice received by the County or the Public Health Trust shall be marked as having been received on the date on which it is first delivered into the hands of an agent or employee of the County or the Public Health Trust, or is first delivered to a facility or office of the County or the Public Health Trust. The date so marked shall be the date on which the invoice is received.

(b) The time at which payment shall be due from the County or the Public Health Trust shall be forty-five (45) days from the date specified in section (3) above.

(c) The time at which payment shall be due to small businesses and minority and women business enterprises shall be thirty (30) days from the date specified in section (3) above.

(d) If the terms under which a purchase is made allow for partial deliveries and a proper invoice is submitted for such a partial delivery, then the time for payment for such partial delivery shall be calculated from the time of such partial delivery and submission of such invoice in the same manner as provided in section (3) above.

(e) All payments due from the County or the Public Health Trust, and not made within the time specified by these sections shall bear interest from thirty (30) days after the due date at the rate of one (1) percent per month on the unpaid balance. The vendor must invoice the County or the Public Health Trust for any interest accrued in order to receive the interest payment. Any overdue period of less than one (1) month shall be considered as one (1) month in computing interest. Unpaid interest shall compound monthly. With respect to each past due payment, interest shall cease to accrue after interest on that payment has accrued for twelve (12) months. For purposes of this section, one (1) month shall constitute a period beginning on any day of one (1) month and ending on the same day of the following month.

(5) Mandatory interest. No contract between the County or the Public Health Trust and a vendor shall prohibit the vendor from invoicing for late payment interest charges allowed under this part.

(6) Improper invoice; resolution of disputes.

(a) In any case in which an improper invoice is submitted by a vendor, the County or the Public Health Trust shall, within ten (10) days after the improper invoice is received by it, notify the vendor that the invoice is improper and indicate what corrective action on the part of the vendor is needed to make the invoice proper.

(b) In the event a dispute occurs between a vendor and the County or the Public Health Trust concerning payment of an invoice, such disagreement shall be finally determined as provided in this section. Proceedings to resolve the dispute shall be commenced not later than forty-five (45) days after the date on which the proper invoice was received by the County or the Public Health Trust, and shall be concluded by final written decision of the County Manager, or his or her designee(s), not later than sixty (60) days after the date on which the proper invoice was received by the County or the Public Health Trust. The proceedings shall be recorded or transcribed, at the expense of the County or the Public Health Trust, and shall be conducted on an informal basis, with hearsay evidence being admissible.

If the dispute is resolved in favor of the County or the Public Health Trust, interest charges shall begin to accrue on the sum contained in the Manager's, or his or her designee's decision, fifteen (15) days after the Manager or his or her designee's final decision. If the dispute is resolved in favor of the vendor, then interest shall begin to accrue as of the original date the payment became due.

(7) Payment by federal funds. Where the County or the Public Health Trust intend to pay for a purchase with federal funds, the purchase shall not be made without reasonable and written assurance that federal funds will cover the cost thereof. Where payment or the time of payment is contingent on receipt of federal funds or federal approval, any contract and any solicitation to bid shall clearly state such contingency.

(8) Report of interest. The County Finance Department, Aviation Department, Department of Housing and Urban Development, the Public Health Trust, and the Water and Sewer Authority, shall, during December of each year, report to the Board of County Commissioners or the Trust, as applicable, the number of interest payments made by each during the preceding fiscal year, the total amount of such payments made pursuant to this ordinance and the Florida Prompt Pay Act, and an explanation as to each such interest payment made.

(9) Inclusion in contracts; applicability to subcontracts. All county contracts and contracts of the Public Health Trust shall contain the provisions of this section [Ordinance No. 94-40] as presently written and as may hereafter be amended. The County Manager shall develop and include appropriate language in all County contracts and contracts of the Public Health Trust to require the prime vendor to issue prompt payment and have dispute resolution procedures in place in the event of disputed payments to small businesses. Failure of the prime vendor to issue prompt payment to a small business, or to adhere to its dispute resolution procedures, may be cause for suspension, termination, and debarment, in accordance with the terms of the County contract or Public Health Trust contract and the debarment procedures of the County.

IV. STATE LAWS

Paul Mendelson Citizens' Right to Honest Government Act HB 846er, Oct. 1, 2003

2003-Legislative Summary

Named in memory after Paul Mendelson, an Assistant State Attorney for the Eleventh Judicial Circuit who worked to pass laws to protect against public corruption.

This legislation is an outgrowth of the 1999 Public Corruption Study Commission's Report to the Governor. The legislation formally repeals s. 839.25 and moves "official misconduct" to the new created s.838.022. It then substantially amends s. 838.014, the definitional portion of Ch. 838 to define the terms "benefit," "bid," "commodity," "corruptly," "harm," "public servant," and "service," as these terms are used through out the new created ss. 838.022, 838.21, and 838.22. The legislation increases the Criminal Punishment Code rankings for bribery, unlawful compensation, unlawful harm to a public servant, and official misconduct.

S. 838.014 - Adds to the definition of "benefit" to include any commission, gift, gratuity, property, commercial interest, or any other thing of economic value not authorized by law. Deletes the definition of "pecuniary benefit" as much of it is now incorporated in the definition of "benefit."

Redefines "corruptly." It is consistent with the former definition of "corrupt" that was in former s. 839.25, but also slightly different in that it means "acting knowingly and dishonestly for a wrongful purpose."

Redefines "harm" to take out redundant language.

Redefines "public servant" to clarify the definition, but it is essentially the same.

Deletes the definition of "government."

S. 838.015 - Bribery. This statute is amended to clarify that the benefit that the public servant requests or accepts is one that is not authorized by law. A violation of the statute is now a second degree felony. Its ranking in the Criminal Punishment Code has been increased from level 1 to level 7.

S. 838.016 - Unlawful Compensation or reward for official behavior. This statute is amended so that a violation of it is a second degree felony. Its ranking in the Criminal Punishment Code has been increased from level 1 to level 7.

S. 838.021 (3)(a) - Unlawful harm to a public servant. The second degree felony for harming a public servant is now increased to a level 7 from a level 4 in the Criminal Punishment Code.

S. 838.022 - Rewrites the statute on Official Misconduct. In addition to making it unlawful to falsify or cause another person to falsify any official record or official document, it makes it unlawful to conceal, cover up, destroy, mutilate, or alter any official record or document or cause another to do so, or to obstruct, delay, or prevent the communication of information relating to the commission of a felony that directly involves or affects the public agency or entity served by the public servant.

The term “public servant” in this statute does not include a candidate who does not otherwise qualify as a public servant. The definition of “public servant” applicable to the previous statute included candidates for election or appointment to public office, so this change effectively narrows the scope of the individuals to whom the Official Misconduct statute applies. Violation of this statute is a third degree felony, and its ranking has been increased from level 1 to level 4 in the Criminal Punishment Code.

Creates s. 838.21 - Disclosure or use of confidential criminal justice information. This makes it unlawful for a public servant to disclose certain types of confidential criminal investigative information or active criminal investigation or intelligence information as defined in Ch. 199. Violation of this statute is a third degree felony and is unranked in the Criminal Punishment Code, making it a level 1.

Creates s. 838.22 - Bid tampering. Purpose of the statute is to prohibit certain conduct that undermines the competitive bidding process for public contracts but for which there was no prior statute that adequately addressed the problem. Prohibited conduct includes disclosing material information concerning a bid or the bidding process which is not publicly disclosed; or altering or amending any submitted bid or bid results to provide an unfair competitive advantage’ or obtaining a benefit for any person to cause unlawful harm to another or to circumvent the competitive bidding process by using a sole-source contract for commodities or services. The prohibited conduct must be committed with corrupt intent to influence or attempt to influence the competitive bidding process. Violation of this statute is a second degree felony and is ranked as a level 7 in the Criminal Punishment Code.

V. MIAMI-DADE COUNTY RULES & REGULATIONS

The Conflict Of Interest and Code of Ethics Ordinance

➤ GIFTS (Section e)

- A gift is defined under the ordinance as anything of economic value, whether in the form of money, service, loan, travel, entertainment, hospitality, item or promise without adequate and lawful consideration
- All gifts or series of gifts [within a quarterly period] which exceed twenty-five (25) dollars in value must be reported
- It is unlawful for any person or entity to offer, give or agree to give to any government official or employee a gift for an official action taken, to be taken or which could be taken (See also *Administrative Order 7-1* (Effective August 2, 2002) states: **No County employee shall accept any tip or gratuity in the discharge of his/her public duties**)

- Food and beverages consumed at a single meal are considered a single gift and shall not be reported if the value for that meal does not exceed twenty-five dollars

ITEMS EXEMPT UNDER GIFTS

The following items are **exempt** from the definition of gift under the ordinance:

Political contributions;

Gifts from relatives and members of one's household;

Awards for civic and professional achievement;

Informational books and pamphlets;

Gifts solicited by employees for official use by the county or municipality; or

Gifts solicited by commissioners on behalf of the county or municipality in conducting their official business

➤ LOBBYING (Section s)

Definition

Seeking to encourage the passage, defeat or modifications of:

- 1) any ordinance, resolution, action or decision of the County Commission;
 - 2) any action, decision, recommendation of any County board or committee;
 - 3) any action, decision or recommendation of County personnel during the time period of the entire decision-making process on such action, decision or recommendation which foreseeably will be heard or reviewed by the County Commission or a county board or committee
- Principal still registers
 - Any employee whose normal scope of employment includes lobbying activity
 - Contingency fee ban on all matters
 - Failure to file annual fee bars individuals and companies from lobbying
 - Failure to file timely expenditure report [September 1st] results in automatic suspension until fines paid or appeal taken to the Ethics Commission
 - Eliminating issue registration fee

Who Is Not a Lobbyist

Excluding the following persons from the definition of "Lobbyist:"

- Attorneys or other representatives retained to represent individuals and corporate entities in quasi-judicial proceedings where the law prohibits ex-parte communications;
- Expert witnesses who only provide scientific, technical or other specialized information or testimony in public meetings;
- Employees of the principal whose normal scope of employment does not include lobbying activities; and
- Representatives of nonprofit organizations, [i.e. homeowner's associations] who only appear at publicly noticed meetings, without special compensation or reimbursement for the appearance, whether direct, indirect or contingent, to express support or opposition to any item;
- Community-based organizations-all contacts, even outside public meetings, which pertain to grants or other funding matters;
- Individuals who appear in their individual capacity for the purpose of self-representation;
- Any public officer, employee or appointee who only appears in his or her official capacity. [See RQO's 02-177; 03-62 discussing persons appointed by cities to represent the city on specific governmental matters]

➤ CONE OF SILENCE (Section t)

The Cone of Silence prohibits oral communications regarding a particular bid, RFP or RFQ between potential vendors, service providers, bidders, lobbyists or consultants and:

- the Mayor, County or City Commissioners and respective staffs;
 - the County/City Manager and his or her staff;
 - the County's/City's professional staff; and
 - any member of the respective selection
-
- The Cone of Silence also prohibits oral communications regarding a particular bid, RFP or RFQ between the Mayor, County/City Commissioners or their respective staffs and any member of the County's/City's professional staff, including the County/City Manager and his or her staff
 - The Cone of Silence also prohibits oral communications regarding a particular bid, RFP or RFQ between the Mayor, County/City Commissioners or their respective staffs and any member of the respective selection committee
 - The Cone of Silence is imposed upon each bid, RFP or RFQ upon its advertisement and shall terminate at the time the Manager makes his or her written recommendation to the County/City Commission; if the commission refers the recommendation back to the Manager for further review the Cone of Silence is reimposed. The foregoing

notwithstanding, for contracts and purchases which the County Manager has the delegated authority to award under Sec. 2-8.1(b) of the Code, the Cone of Silence shall terminate: (i) at the time the award recommendation letter is issued and filed with the Clerk of the Board for such contracts and purchases involving the expenditure of over \$100,000; (ii) at the time the written award recommendation is posed in accordance with Section III of AO 3-21 for such contracts or purchases involving the expenditure of over \$25,000 up to \$100,000; or (iii) at the time the award recommendation is issued in accordance with Section IV of AO 3-21 for contracts and purchase involving the expenditure of \$25,000 or less.

- The Cone of Silence does not apply to communications with the County or City attorney and his or her staff, communications with the technical assistance unit of the Department of Business Development regarding CSBE or minority business programs, duly noticed site visits and emergency procurement of goods or services
- The Cone of Silence also does not apply to pre-bid conferences, selection committee presentations, contract negotiations or presentations before the Board of County Commissioners or a municipal commission or council
- The Cone of Silence does not prohibit communications between a vendor, service provider, bidder lobbyist or consultant and the Vendor Information Center staff, the procurement agent or the contracting officer as long as the communication is limited to matters of process or procedure
- The Cone of Silence does not prohibit communications between the procurement officer or the contracting officer and a member of the selection committee as long as the communication is limited to matters of process or procedure

VI. OTHER COUNTY ORDINANCES

➤ DEBARMENT ORDINANCE

- Applicable to all contractors and affiliates, including any vendor, consultant or provider of goods and services, including professional services
- "Affiliates," defined as any business or individual who has control or the power to control
 - "Control" evidenced through interlocking ownership or management interests, shared facilities and equipment, common use of employees or entity organized by debarred contractor and using the similar management or employees
- County Manager and Inspector General can investigate and request debarments
- Debarred contractors are prohibited from contracting with the County for no less than one year and no more than five years

Cause for Debarment

- Conviction or civil judgment for fraud or a criminal offense in connection with obtaining a contract
- Commission of bribery, embezzlement, theft, forgery, making false statements, falsification of records
- Violation of federal or state anti-trust statutes
- Violation of the terms of the [sub]contract
 - Willful failure to perform in accordance with one or more of the terms
 - Failure to perform
 - Unsatisfactory performance
- Violation of a County ordinance or AO which lists debarment as a penalty

➤ FALSE CLAIMS ORDINANCE

- Prohibits persons from knowingly causing or assisting to cause the County to pay claims that are false, fraudulent or inflated
- Prohibits persons from using, making or causing to be made false records or statements to get a fraudulent or inflated claim paid
- Penalties include:
 - Forfeiture of any claim containing false or fraudulent statements
 - Liability for an amount equal to 3 times the false/fraudulent claim
 - Liability to County for all costs and fees
 - Subject to debarment from County contracting for up to 5 years

➤ CAMPAIGN FINANCE LAWS

- Campaign contributions shall not exceed \$250.00
- Prohibits corporations or any unincorporated association from making a contribution or an expenditure to the election of any candidate
- "Unincorporated association" means a partnership or any other legal entity other than a natural person or corporation
- Contributions and expenditures include in-kind payments for such items as flyers, t-shirts and other campaign paraphernalia

VII. GREATER MIAMI CHAMBER OF COMMERCE MODEL CODE OF BUSINESS ETHICS

In 1999, the Ethics in Business and Government Group of the Greater Miami Chamber of Commerce created the Model Code of Business Ethics. Local businesses, municipalities and other governmental entities, such as Miami-Dade County Public Schools, have adopted the Code of Ethics. Businesses and individuals who wish to contract with Miami-Dade County may adopt this Code of Ethics prior to entering into a contractual relationship with the County.

Statement Of Purpose

The Greater Miami Chamber of Commerce ("GMCC") seeks to create and sustain an ethical business climate for its members and the community by adopting a Code of Business Ethics. The GMCC encourages its members to incorporate the principles and practices outlined here in their individual codes of ethics which will guide their relationships with customers, clients and suppliers. This Model Code can and should be prominently displayed at all business locations and may be incorporated into marketing materials. The GMCC believes that its members should use this Code as a model for the development of their organizations' business codes of ethics.

This Model Code is a statement of principles to help guide decisions and actions based on respect for the importance of ethical business standards in the community. The GMCC believes the adoption of a meaningful code of ethics is the responsibility of every business and professional organization.

Compliance with Government Rules & Regulations

- We will properly maintain all records and post all licenses and certificates in prominent places easily seen by our employees and customers.
- In dealing with government agencies and employees, we will conduct business in accordance with all applicable rules and regulations and in the open.
- We will report contract irregularities and other improper or unlawful business practices to the Ethics Commission, the Office of Inspector General or appropriate law enforcement authorities.

Recruitment, Selection & Compensation of Vendors and Suppliers

- We will avoid conflicts of interest and disclose such conflicts when identified.
- Gifts which compromise the integrity of a business transaction are unacceptable.
- We will not kick back any portion of a contract payment to employees of the other contracting party or accept such a kickback.

Business Accounting

- All our financial transactions will be properly and fairly recorded in appropriate books of account, and there will be no "off the books" transactions or secret accounts.

Promotion and Sales of Products and Services

- Our products will comply with all applicable safety and quality standards.
- We will promote and advertise our business and its products or services in a manner which is not misleading and does not falsely disparage our competitors.

Doing Business with the Government

- We will conduct business with government agencies and employees in a manner which avoids even the appearance of impropriety. Efforts to curry political favoritism are unacceptable.
- Our bids will be competitive, appropriate to the bid documents and arrived at independently.
- Any challenges to contracts awarded will have a substantive basis and not be pursued merely because we are the unsuccessful bidder.
- We will, to the best of our ability, perform government contracts awarded at the price and under the terms provided for in the contract.
- We will not submit inflated invoices for goods provided or services performed under such contracts, and claims will be made only for work actually performed. We will abide by all contracting and subcontracting regulations.
- We will not, directly or indirectly, offer to give a bribe or otherwise channel kickbacks from contracts awarded, to government officials, their family members or business associates.
- We will not seek or expect preferential treatment on bids based on our participation in political campaigns.

Public Life and Political Campaigns

- We encourage all employees to participate in community life, public service and the political process.
- We encourage all employees to recruit, support and elect ethical and qualified public officials and engage them in dialogue and debate about business and community issues.
- Our contributions to political parties, committees or individuals will only be made in accordance with applicable law and will comply with all requirements for public disclosure. All contributions made on behalf of the business must be reported to senior company management.
- We will not contribute to the campaigns of persons who are convicted felons or those who do not sign the Fair Campaign Practices Ordinance.
- We will not knowingly disseminate false campaign information or support those who do.